

## CONFIDENTIALITY AGREEMENT

This Confidentiality Agreement ("Agreement"), effective as of the date signed below, is entered into by and between Company A and Company B.

1. Confidential Information. Both parties agree to maintain the confidentiality of any proprietary information disclosed during the negotiation process.

2. Termination. Either party may terminate this Agreement upon 30 days written notice to the other party.

3. Liability. Neither party shall be liable for any indirect or consequential damages arising out of this Agreement.

4. Indemnity. Each party agrees to indemnify and hold harmless the other from any claims arising from breach of this Agreement.

5. Warranty Disclaimer. The information provided is on an "as is" basis without any warranties.

IN WITNESS WHEREOF, the parties have executed this Agreement as of the date first above written.